

The Huntington National Bank

105 East Fourth Street, Suite 200C
Cincinnati, OH 45202
513-762-1891; fax 877-343-5676

Surface Transportation Board
Office of Proceedings
395 E St., SW
Washington, DC 20423-0001

RECORDATION NO. 29765 FILED

MAY 04 '11 4 47 PM

May 3, 2011

SURFACE TRANSPORTATION BOARD

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of April 28, 2011, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Huntington National Bank
105 East Fourth St., Suite 200C
Cincinnati, OH 45202

Lessee: R.E.L.A.M., Inc.
7995 Bond Street
Glenwillow, Ohio 44139

A description of the railroad equipment covered by the enclosed document is:
Quantity of Railroad Construction and Maintenance Equipment: (7) Seven

<u>Equipment Description:</u>	<u>Serial No:</u>
Ballast Regulator – KBR-925	925-100-10
Ballast Regulator – KBR-925	925-108-11
Ballast Regulator – KBR-925	925-110-11
Kribber/Adzer – KKA – 1000	1000-038-11
Speedswing – 445E	SS10062-10
Tamper – 2400 w/Jacks	153648
Tie Inserter – TRIPP	760384

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,


Rebecca Tonkovich

The Huntington National Bank
Equipment Finance Division
105 East 4th Street CN01
Cincinnati, OH 45202
Direct Line: (513) 639-3008
Fax: (877) 343-5676
rebecca.tonkovich@huntington.com

MEMORANDUM OF LEASE

1.) Pursuant to that certain Master Lease Agreement dated May 21, 2010 and the related Financing Lease Schedule No. 74403.03 dated April 29, 2011 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".

2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
Equipment Finance Division
105 East Fourth Street
Cincinnati, OH 45202

Lessee: **R.E.L.A.M., Inc.**
7995 Bond Street
Glenwillow, Ohio 44139

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SUNFALL TRANSPORTATION BOARD

3.) The term of the Lease is **Five Years** commencing on April 29, 2011 and will expire on April 29, 2016 unless otherwise extended or amended by the parties

4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement

5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of 4/28/2011.

The Huntington National Bank

By: [Signature]

Name: Rebecca L. Tonkovich

Title: Sales Coordinator

State of Ohio, County of Hamilton

On 4/29/2011 before me personally appeared Rebecca L. Tonkovich, to me personally know, who being by me duly sworn says that his is SALES COORDINATOR of The Huntington National Bank, and that he executed the forgoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the forgoing instrument was the free act and deed of said corporation.



ALYSSA M. SCOTT
Notary Public, State of Ohio
My Commission Expires 08-19-2013

Notary Public

My commission expires

R.E.L.A.M., Inc.

By: [Signature]

Name: [Signature]

Title: [Signature]

State of Ohio, County of Cuyahoga

On APRIL 28, 2011 before me personally appeared [Signature], to me personally know, who being by my duly sworn says that he is [Signature] of R.E.L.A.M., Inc. and that he executed the forgoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the forgoing instrument was the free act and deed of said corporation.



LINDA L. ERTTEL
Notary Public - State of Ohio
My Commission Expires April 24, 2012

Notary Public

My commission expires

**EXHIBIT A
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated April 29, 2011 between The Huntington National Bank "Lessor" and R.E.L.A.M., Inc. "Lessee".

Quantity of Railroad Construction and Maintenance Equipment: (7) Seven

Description of Equipment:

<u>Equipment Description:</u>	<u>Serial No:</u>
Ballast Regulator – KBR-925	925-100-10
Ballast Regulator – KBR-925	925-108-11
Ballast Regulator – KBR-925	925-110-11
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